

# EXHIBIT UU

From: Donna USA0007 Costa/USAP/USA  
To: Ken 2905413 Fujiwara/AP/MCC@MCC, Masanori 3113541 Sakaguchi/AP/MCC@MCC  
Cc: patricia\_saunders@m-chem.com  
Date: 08/28/2015 04:15 PM  
Subject: \*\*Confidential - Compliance Complaint\*\*

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Dear Ken and Sakaguchi-san:

I am writing to notify you that Kelli Troccoli (a member of the Legal Department for 13 years) made a formal complaint to Pat Saunders (Director of HR) about Jennifer Fischman. The facts are generally as follows:

Jennifer has been complaining to Pat for some time about Kelli, including the amount of time Kelli spends out of the office. In some cases, the time is due to personal matters. In many instances, it involves significant medical issues Kelli has been having. Kelli had been speaking to Pat about her possible need for medical leave. Pat informed Jennifer that she needs to be very careful about complaining about or challenging Kelli's absences because failure to accommodate Kelli's medical needs could be seen as a violation of the Americans with Disabilities Act. Jennifer told Pat that she consulted with outside counsel about how to avoid a claim by Kelli in connection with the ADA. (Please note that Jennifer did not tell me that she spoke to counsel, despite the fact that such consultation shows that she was aware of potential risk to MCHA.)

On August 14, Jennifer worked from home so she could take care of her children (something I do not mind, but was unaware of, despite MCHA policy that all leadership team absences need to be posted on the leadership team calendar), Jennifer and Kelli had an email exchange that day regarding the preparation of board documents. Jennifer sent to Kelli, who was in the office that day, an email containing the phrase "since . . . you are out again," referring to Kelli's vacation that began the following Monday. Kelli interpreted this statement as an accusation that she was spending too much time out of the office and responded "Out again!!!! Really Jen!!!!" Jennifer forwarded the email to Pat and scheduled a meeting with Pat to discuss. On August 17, Jennifer went to Pat's office and complained very loudly that she cannot work with Kelli, that she is out of the office all the time, and that it was "either her or me" (in other words, either Kelli has to be fired or Jennifer will quit). Someone sitting near Pat's office heard the discussion and informed Kelli.

On August 25, Kelli came to me and told me about the incident, saying that she considered Jennifer's statement to be a threat to terminate her employment in retaliation for her taking time off to address her medical condition. Kelli and I agreed that she would speak to Pat on August 27. When Pat and Kelli spoke on the 27th, Kelli registered a formal complaint with Pat.

I spoke to Jennifer today upon her return from vacation. I told her about the complaint. I advised her not to discuss this matter with Kelli or anyone else in the office. I told her to speak to Pat on Monday about how to proceed. Pat will interview Jennifer on Monday and will collect any relevant documents.

In order to keep this from escalating unnecessarily, I am sending this only to the two of you. Please let me know if you would like to discuss this matter by phone. I will be in Virginia on Monday and Tuesday for the ITCA Conference, then in California for the North America Presidents Meeting until Friday.

Regards,  
Donna

Donna Costa

CONFIDENTIAL

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